
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in CyberM International (Holdings) Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or the transferee, or to the bank, stockbroker or other agent through whom the sale or the transfer was effected for transmission to the purchaser or the transferee.

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CyberM International (Holdings) Limited

美域數碼國際(控股)有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 8017)

PROPOSED CHANGE OF COMPANY NAME

A notice convening the SGM to be held on Friday, 3rd March, 2006 at 11:00 a.m. at Room 2007-9, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong is set out on page 5 of this circular. Whether or not you are able to attend, please complete and return the enclosed form of proxy in accordance with the instructions printed thereon and return the same to Computershare Hong Kong Investor Services Limited, the share registrars of the Company in Hong Kong at 46th Floor, Hopewell Centre, 183 Queen's Road Central, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for the holding of such meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at such meeting or any adjourned meeting should you so wish.

This Circular will remain on the GEM website at www.hkgem.com on the "Latest Company Announcements" page for at least 7 days from the date of posting.

8th February, 2006

CHARACTERISTICS OF GEM

GEM has been established as a market designed to accommodate companies to which a high investment risk may be attached. In particular, companies may list on GEM with neither a track record of profitability nor any obligation to forecast future profitability. Furthermore, there may be risks arising out of the emerging nature of companies listed on GEM and the business sectors or countries in which the companies operate. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

Given the emerging nature of companies listed on GEM, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities trading on the main board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities trading on GEM.

The principal means of information dissemination on GEM is publication on the internet website operated by the Stock Exchange. Listed companies are not generally required to issue paid announcements in gazetted newspapers. Accordingly, prospective investors should note that they need to have access to the GEM website in order to obtain up-to-date information on GEM-listed issuers.

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“Board”	the board of Directors from time to time
“Bye-laws”	the bye-laws of the Company
“Company”	CyberM International (Holdings) Limited, an exempted company incorporated in Bermuda with limited liability, the Shares of which are listed on the GEM of the Stock Exchange
“Director(s)”	director(s) of the Company
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	3rd February, 2006, being the latest practicable date prior to the printing of this Circular for ascertaining certain information contained herein
“Share(s)”	share(s) of HK\$0.10 each in the issued share capital of the Company
“Shareholders”	holders of the Shares from time to time
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“SGM”	the special general meeting of the Company to be held on Friday, 3rd March, 2006 at 11:00 a.m. at Room 2007-9, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong
“HK\$” and “cents”	Hong Kong dollars and cents, respectively, the lawful currency of Hong Kong

LETTER FROM THE BOARD



CyberM International (Holdings) Limited

美域數碼國際(控股)有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 8017)

Executive Directors

Mr. Lau Chiu Pui
Mr. Lai Cho Wai
Mr. Wong Kam Leong
Mr. Ma Chon

Registered office

Canon's Court
22 Victoria Street
Hamilton HM 12, Bermuda

Independent non-executive Directors

Mr. Ng Kwok Chu, Winfield
Mr. Ng Chau Tung, Robert

Principal Office

2007-9
China Resources Building
26 Harbour Road
Wanchai, Hong Kong

8th February, 2006

To the Shareholders

Dear Sir or Madam,

PROPOSED CHANGE OF COMPANY NAME

INTRODUCTION

The purpose of this circular is to provide you with information reasonably necessary to enable you to make a decision on whether to vote for or against the special resolution in relation to the proposed change of company name to be proposed at the SGM.

A notice convening the SGM setting out the details of the special resolution to be proposed at the SGM is set out on page 5 of this circular.

PROPOSED CHANGE OF COMPANY NAME

On 17th January, 2006, the Board announced that it proposed to change the name of the Company from "CyberM International (Holdings) Limited" to "Long Success International (Holdings) Limited" and upon the name change becoming effective, the new Chinese name "百齡國際(控股)有限公司" will be adopted to replace "美域數碼國際(控股)有限公司" for identification purposes subject to the conditions set out below being fulfilled.

LETTER FROM THE BOARD

Reason and conditions for the change of company name

Following the completion of the general offer made by Wide Fine International Limited as detailed in a circular dated 28th November, 2005, the Board proposes to change the name of the Company from “CyberM International (Holdings) Limited” to “Long Success International (Holdings) Limited” and upon the name change becoming effective, the new Chinese name “百齡國際(控股)有限公司” will be adopted to replace “美域數碼國際(控股)有限公司” for identification purposes.. The Board believes that the change of company name would benefit its future business development as the current name seems to represent the Company’s business is solely technology related, which is not the case, given the recent diversification of the Company’s business into the gaming sector.

The proposed change of the Company’s name will be subject to the following:

1. the passing of a special resolution by the shareholders at a SGM to approve the change of the Company’s name; and
2. the completion of the relevant registration procedures with the Registrar of the Companies in Bermuda.

The new name of the Company will take effect from the date of entry of the new name on the register maintained by the Registrar of Companies in Bermuda. The Company will then carry out all necessary filing procedures with the Registrar of Companies in Hong Kong.

Effects on change of company name

The proposed change of company name will not affect any of the rights of any Shareholders. All existing share certificates in issue bearing the existing name of the Company will, after the change of company name has become effective, continue to be evidence of title to the shares and will be valid for trading, settlement and registration purposes. There will not be any arrangement for exchange of the existing share certificates. Once the change of the Company’s name has become effective, new share certificates for new Shares will be issued in the new name of the Company.

SPECIAL GENERAL MEETING

A notice convening the SGM to be held on Friday, 3rd March, 2006 at 11:00 a.m. at Room 2007-9, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong is set out on page 5 of this circular. Whether or not you are able to attend, please complete and return the enclosed form of proxy in accordance with the instructions printed thereon and return the same to Computershare Hong Kong Investor Services Limited, the share registrars of the Company in Hong Kong at 46th Floor, Hopewell Centre, 183 Queen’s Road Central, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for the holding of such meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at such meeting or any adjourned meeting should you so wish.

LETTER FROM THE BOARD

OUTCOME OF THE SGM AND TRADING ARRANGEMENT

The Company will make further announcements on the outcome of the SGM and the arrangement and timetable relating to the change of company name and the trading and dealings in the Shares on the Stock Exchange under the new name of the Company.

PROCEDURES FOR DEMANDING A POLL

Pursuant to Bye-law 70 of the Bye-laws, a resolution put to the vote of a general meeting of the Shareholders shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands or on the withdrawal of any other demand for a poll) demanded by:

- (i) the chairman of the meeting; or
- (ii) at least three Shareholders present in person or by proxy or duly authorized corporate representative for the time being entitled to vote at the meeting; or
- (iii) any Shareholder or Shareholders present in person or by proxy or duly authorized corporate representative and representing not less than one-tenth of the total voting rights of all the Shareholders having the right to vote at the meeting; or
- (iv) any Shareholder or Shareholders present in person or by proxy or duly authorized corporate representative and holding Shares conferring a right to vote at the meeting being Shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all the Shares conferring that right.

RECOMMENDATION

The Directors believe that the special resolutions to be proposed at the SGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend all Shareholders to vote in favour of the special resolution to be proposed at the upcoming SGM.

Yours faithfully,
On behalf of the Board
Wong Kam Leong
Chairman

NOTICE OF SPECIAL GENERAL MEETING



CyberM International (Holdings) Limited

美域數碼國際(控股)有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 8017)

NOTICE OF THE SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of CyberM International (Holdings) Limited (the “Company”) will be held on Friday, 3rd March, 2006 at 11:00 a.m. at Room 2007-9, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong for the purpose of considering and, if thought fit, passing the following special resolution (with or without modification):

SPECIAL RESOLUTION

“**THAT** subject to the approval of the Registrar of Companies in Bermuda being obtained, the name of the Company be changed from “CyberM International (Holdings) Limited” to “Long Success International (Holdings) Limited” and the new Chinese name “百齡國際(控股)有限公司” will be adopted to replace “美域數碼國際(控股)有限公司” for identification purposes with effect from the date of entry of the new name on the register maintained by the Registrar of Companies in Bermuda and that the board of directors of the Company be and are hereby authorised to take all necessary actions to implement such change of name.”

Notes:

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company.
2. A form of proxy for use at the meeting is enclosed. Whether or not you are able to attend the meeting in person, please complete and return the enclosed form of proxy in accordance with the instructions printed thereon.
3. To be valid, a form of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be deposited at the share registrars of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at 46th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of such meeting or any adjournment thereof.
4. Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting or at any adjourned meeting thereof should they so wish, and in such event the form of proxy shall be deemed to be revoked.
5. Where there are joint registered holders of any share of the Company, any one of such joint holders may vote at the meeting either personally or by proxy in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting personally or by proxy, the joint registered holder present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.